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Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
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LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
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**NOTICE OF EIGHTH SUPPLEMENTAL DECLARATION
OF ALVAREZ & MARSAL NORTH AMERICA, LLC IN
CONNECTION WITH ITS EMPLOYMENT AND RETENTION**

PLEASE TAKE NOTICE that, on February 19, 2010, Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the “Debtors”) filed the attached Eight Supplemental Declaration of Alvarez and Marsal North America, LLC in compliance with the Order Approving Application Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code for

Authorization to Employ and Retain Alvarez & Marsal North America, LLC.

Dated: February 19, 2010
New York, New York

/s/ Richard P. Krasnow
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Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)

EIGHTH SUPPLEMENTAL DECLARATION OF ALVAREZ & MARSAL NORTH AMERICA, LLC IN CONNECTION WITH ITS EMPLOYMENT AND RETENTION

John Suckow makes this declaration under 28 U.S.C. § 1746, and states:

1. I am a Managing Director with Alvarez & Marsal North America, LLC (together with its wholly owned subsidiaries, affiliates (all of which are owned by Alvarez & Marsal North America, LLC's parent company and employees), agents, independent contractors, and employees, "A&M"), a restructuring advisory services firm with numerous offices throughout the world. Unless otherwise stated herein, I have personal knowledge of the facts set forth herein or have been informed of such matters by professionals of A&M. To the extent any information disclosed herein requires amendment or modification upon A&M's completion of further review or as additional party in interest information becomes available to it, a further supplemental declaration reflecting such amended or modified information will be submitted to the Court.

2. A&M has previously submitted declarations dated October 8, 2008 [Docket No. 760]; November 4, 2008 [Docket No. 1366]; November 17, 2008 [Docket No. 1559]; February 6, 2009 [Docket No. 2754]; May 19, 2009 [Docket No. 3606]; September 16, 2009 [Docket No. 5196]; November 4, 2009 [Docket No. 5706]; and November 25, 2009 [Docket No. 5947] (collectively the "Declarations") in support of the October 8, 2008 application (the "Application") of Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the

above referenced chapter 11 cases, as debtors in possession (together the “Debtors” and with their non-debtor affiliates “Lehman”), pursuant to sections 105(a) and 363(b) of chapter 11 of the United States Code (the “Bankruptcy Code”) for Authorization to Employ and Retain Alvarez & Marsal North America, LLC to Provide the Debtors With a Chief Restructuring Officer and Additional Personnel, and to Appoint the Chief Restructuring Officer *Nunc Pro Tunc* to September 15, 2008. [Docket No. 760].

3. On December 17, 2008, the United States Bankruptcy Court for the Southern District of New York entered an order approving the Application and the Debtors’ employment and retention of A&M. [Docket No. 2278].

Additional Relationship Disclosures

4. As set forth in the Declarations, and in connection with its proposed retention by the Debtors in these cases, A&M has undertaken an ongoing analysis to determine whether it has any conflicts or other relationships that might cause it not to be disinterested or to hold or represent interests adverse to the Debtors. In addition to the matters disclosed in the prior Declarations, the following relationships with certain parties-in-interest to the Debtors Chapter 11 cases have come to my attention:

5. A&M provides financial advisory services to the Las Vegas Monorail Company (“LVMC”) as debtors and debtors in possession. On October 21, 2009, Lehman Brothers Special Financing Inc. (“LBSF”) entered into a termination agreement with LVMC with respect to certain financial contract(s) between LBSF and LVMC. While the settlement terms of the termination agreement are confidential amongst the parties, the agreement settled all claims between LBSF and LVMC. A&M personnel were involved in the settlement discussions on

behalf of LBSF, but not LVMC. As a result of the termination agreement, LVMC is a general unsecured creditor in certain of the Debtor's chapter 11 cases.

6. A&M provides consulting and advisory services to Marshall & Ilsley Trust Company N.A. ("Marshall & Ilsley") in matters wholly unrelated to the Debtors' chapter 11 cases. Marshall & Ilsley has certain connections to the Debtors which include acting as a custodian and/or investment advisor for customers that own Lehman related securities. In addition, Marshall & Ilsley has filed certain claims against the Debtors' estates relating to Lehman's participation in Marshall & Ilsley's securities lending program. A&M is not advising Marshall & Ilsley on any matters relating to its relationship with Lehman.

7. A&M provides certain tax advisory services to Sonic Corp. ("Sonic"). Lehman has an outstanding loan to Sonic. A&M's services have no relation to the loan from Lehman to Sonic or any resolution, negotiation or adjudication of any matters relating thereto.

8. A&M provides certain tax and employee benefits advisory services to Harbinger Capital Partners and certain of its affiliates ("Harbinger"). Harbinger has filed claims against the Debtors' estates. A&M's services have no relation to Harbinger's claims in the Debtors' cases.

9. A&M is a financial advisor to EnviroSolutions Holdings, Inc. and its subsidiaries ("ESI"). Lehman is a lender in ESI's secured term and revolving loan facilities. Lehman holds less than three percent (3%) of ESI's total outstanding secured debt. In addition, Lehman did not fund a revolving loan draw requested by ESI in December of 2009. A&M will recuse itself from directly assisting or advising Lehman with respect to ESI's Loan Transactions. In addition, A&M will recuse itself from assisting or advising ESI with respect to the negotiation, resolution or adjudication of direct disputes solely between ESI and Lehman.

10. A&M provides certain financial advisory services to Energy Maintenance Services Group I, LLC and certain of its affiliates and subsidiaries ("EMS"). Lehman holds approximately \$3.5 million (less than 4%, by outstanding principal balance) of EMS's senior secured notes. A&M will recuse itself from directly assisting or advising Lehman with respect to EMS's Loan Transactions. In addition, A&M will recuse itself from assisting or advising EMS with respect to the negotiation, resolution or adjudication of direct disputes solely between EMS and Lehman.

11. A&M has been retained by a European entertainment company ("Company A") to provide interim management and consulting services in connection with a performance improvement effort. Due to confidentiality issues, A&M may not disclose the identity of Company A prior to the engagement becoming public knowledge. Lehman is a participant in certain of Company A's secured loan facilities (the "Loan Transactions"). To the best of my knowledge, based on unpaid principal balance, Lehman's total exposure to Company A is approximately \$250 million which accounts for approximately 10% of Company A's outstanding secured debt. A&M will recuse itself from directly assisting or advising Lehman with respect to Company A's Loan Transactions. In addition, A&M will recuse itself from assisting or advising Company A with respect to the negotiation, resolution or adjudication of direct disputes solely between the Company A and Lehman. No A&M personnel providing services to Lehman shall provide services to Company A, or vice versa.

12. A&M has been retained as a financial advisor to a certain entity ("Company B"). Due to confidentiality restrictions, A&M may not reveal the identity of Company B until its representation of Company B becomes public knowledge. Lehman is a participant in certain of Company B's secured loan facilities. Lehman holds approximately \$1 million in obligations

with respect to such facilities out of an aggregate outstanding amount of approximately \$360 million. A&M will recuse itself from directly assisting or advising Lehman or Company B with respect to the negotiation, settlement, remediation and/or adjudication of any matters, claims or disputes between Company B and Lehman.

13. A&M provides transaction advisory and due diligence services to a private equity fund client ("Fund A") in which Lehman holds a minority limited partnership interest. Lehman does not have any governance or control rights with respect to Fund A.

14. A&M does not believe that any of the additional disclosures described above create conflicts of interest regarding the Debtors or their chapter 11 cases. A&M continues to believe that it is "disinterested" within the meaning of the term as it is used in section 101(14) of title 11 of the United States Code.

I declare under penalty of perjury that, to the best of my knowledge, and after reasonable inquiry, the foregoing is true and correct.

Dated: February 18, 2010
New York, New York

/s/ John Suckow
John Suckow, Managing Director